

RESTRICTIVE COVENANT FOR LIMITATION ON USES, CONSTRUCTION AND
GROUNDWATER USE

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STATE OF TEXAS §
COUNTY OF HARRIS §

This Restrictive Covenant is filed to provide information concerning certain use limitations upon that real property (the "Property") described in Exhibit A, attached hereto and incorporated herein by reference.

As of the date of this Restrictive Covenant, the record owner of fee title to the Property described in Exhibit A is U.S. Oil Recovery L.L.P.

An environmental investigation is currently being performed at the Property under the direction of the United States Environmental Protection Agency ("EPA") and Texas Commission on Environmental Quality ("TCEQ"). The appropriate land use for the Property is commercial/industrial.

On May 22, 2012, by order of the 125th District Court in Harris County, Texas Eva S. Engelhart was appointed as Receiver over the Property. In her capacity as Receiver, Eva S. Engelhart has agreed to place the following restrictions on the Property in favor of the USOR Site PRP Group and Bayer CropScience Inc. (collectively herein, "Respondents"), and the TCEQ, the State of Texas, and the EPA.

NOW THEREFORE, in consideration of the premises, and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the following restrictive covenants in favor of the Respondents, TCEQ, the State of Texas, and EPA are placed on the Property, to-wit:

1. Commercial/Industrial Use

The Property shall not be used for any purposes other than commercial/industrial uses, as that term is defined under 30 Texas Administrative Code §350.4(a)(13), and thus shall not be used for human habitation or for other purposes with a similar potential for human exposure (which would include and not be limited to residential, hospitals, schools, day-care, etc.). Portions of the soils and/or groundwater of the Property contain certain identified chemicals of concern. Future users of the Property are advised to review and take into consideration environmental data from publicly available sources (i.e., TCEQ and EPA) prior to utilizing the Property for any purpose.

2. Groundwater

The groundwater underlying the Property shall not be used for any beneficial purpose, including: (1) drinking water or other potable uses; (2) the irrigation or watering of landscapes, (3) agricultural uses, or (4) commercial/industrial. For any activities that may result in potential exposure to the groundwater, a plan must be

ER 072-24-2088

in place to address and ensure the appropriate handling, treatment and disposal of any affected soils or groundwater.

3. These restrictions shall be a covenant running with the land.

For additional information, contact:

U.S. Environmental Protection Agency, Region 6
Superfund Division (6RC-S)
1445 Ross Avenue, Suite 1200
Dallas, Texas 75202-2733
ATTN: Assistant Regional Counsel

TCEQ
Central Records
12100 Park 35 Circle, Building E
Austin, TX 78753

Mail: TCEQ
Remediation Division/Superfund
P.O. Box 13087
Austin, TX 78711-3087

State of Texas
Office of the Texas Attorney General
Natural Resources Division
300 W. 15th Street
Austin, TX 78701

Eva S. Engelhart
Receiver for U.S. Oil Recovery L.L.P.
Ross, Banks, May, Cron & Cavin, P.C.
2 Riverway, Suite 700
Houston, Texas 77056

The restrictions imposed by this Restrictive Covenant may be rendered of no further force or effect only by a release executed by the Respondents, TCEQ, the State of Texas, and EPA or their successors and filed in the same Real Property Records as those in which this Restrictive Covenant is filed.

EXECUTED this 29th day of July, 2015.

Eva S. Engelhart
Receiver for U.S. Oil Recovery L.L.P.

2OR

By: _____

Name: Eva S. Engelhart

Title: Receiver

STATE OF TEXAS

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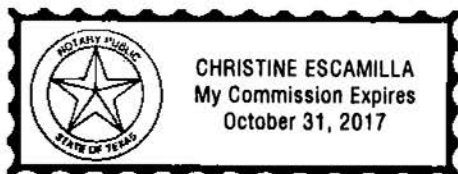
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COUNTY OF HARRIS

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BEFORE ME, on this the 29 day of July, personally appeared Eva S. Engelhart, Receiver for the U.S. Oil Recovery L.L.P., known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that she executed the same for the purposes and consideration and in the capacity herein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this 29 day of July, 2015.



Christine Escamilla
Notary Public in and for the State of Texas

My Commission Expires: 10-31-17

ER 072-24-2090

EXHIBIT "A"

LEGAL DESCRIPTION OF THE PROPERTY

Metes and Bounds Description - 12.16 Acres

Being a 12.16 acre (Call 12.2335 acres) tract comprising part of Lots 5 and 6, Outlot 35, Townsite of Pasadena (Vol. 93, Pg. 21, Harris County Deed Records) in the William Vince Survey, A-78, Harris County, Texas. Said tract being the same property described in U.S. Oil Recovery, L.L.P. Deed (Harris County Clerk File No. Y133118) and more particularly described by metes and bounds as follows:

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BEGINNING at a iron rod with aluminum cap "RPLS 4524" (N 13,827,369.59 E 3,168,096.05) set for the Southeast corner of this tract at the intersection of the north right-of-way line of Port Terminal Railroad (100' ROW) and the West right-of-way line of North Richey Road (40' ROW) and from which a found iron rod with cap "WEISSER" bears N 87°30'13"E - 40.00'.

Thence S 87°30'13"W (Call S 87°37'10"W) along the north right-of-way of Port Terminal Railroad a distance of 592.33 feet (Call 597.02') to a iron rod with cap "RAINWATER" found for the Southwest corner of this 12.16 acre tract.

Thence N 02°22'31"W (Call N 02°28'30"W) along the East line of that certain Texas Pipeline Company tract (Vol. 1824, Pg. 279, HCDR) a distance of 1075.50 feet (Call 1075.62') to a iron rod with aluminum cap "RPLS 4524" set for the Northwest corner of this 12.16 acre tract and from which iron rod with cap "RPLS 4314" found for the NE corner of Lot 4 and NW corner of Lot 5, Outlot 35 bears S 87°35'41"W - 60.00' and N 02°23'37"W - 172.00'.

Thence N 87°35'41"E (Call N 87°37'10"E) along the South line of that certain Houston Lighting and Power Co. tract (Vol. 1574, Pg. 69, HCDR) a distance of 323.09 feet to a iron rod with aluminum cap "RPLS 4524" set for the Northeast corner of this 12.16 acre tract.

Thence S 44°34'08"E (Call S 46°04'03"E) along the Southwesterly line of that certain Harris County Flood Control District tract (Vol. 6812, Pg. 280, HCDR) a distance of 180.90 feet (Call 187.03') to a point for corner.

Thence S 03°13'10"E (Call S 02°28'30"E) along the West line of said HL & P tract; passing at 123.14 feet a iron rod with cap "RAINWATER" found on line; for a total distance of 322.84 feet to a iron rod with cap "RAINWATER" found for a point for corner.

Thence S 20°06'29"E (Call S 19°57'20"E) along the West line of said HL & P tract a distance of 466.02 feet (Call 466.07') to a iron rod with cap "RAINWATER" found for a point for corner.

Thence S 02°43'05"E (Call S 02°28'30"E) along the West right-of-way of North Richey Road a distance of 173.71 feet (Call 173.23') to the POINT OF BEGINNING.

Bearings and coordinates based on Texas Coordinate System NAD83 (2011)
(Epoch:2010.0000) South Central Zone

Surveyed on the ground: 02/10/2015 - 02/17/2015.

Martin Olson Survey Inc.



Kevin A Olson
Texas Registered Professional Surveyor No. 4524
US Oil Recovery North tract.doc

Page 1 of 1



ER 072-24-2092

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Pages 6
07/30/2015 08:41 AM
e-Filed & e-Recorded in the
Official Public Records of
HARRIS COUNTY
STAN STANART
COUNTY CLERK
Fees \$32.00

RECORDERS MEMORANDUM

This instrument was received and recorded electronically
and any blackouts, additions or changes were present
at the time the instrument was filed and recorded.

Any provision herein which restricts the sale, rental, or
use of the described real property because of color or
race is invalid and unenforceable under federal law.
THE STATE OF TEXAS
COUNTY OF HARRIS

I hereby certify that this instrument was FILED in
File Number Sequence on the date and at the time stamped
hereon by me; and was duly RECORDED in the Official
Public Records of Real Property of Harris County, Texas.



Stan Stanart

COUNTY CLERK
HARRIS COUNTY, TEXAS

ER 072-24-2093